

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM601384

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	COURT ORDER		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Red Rocket, Inc.		05/05/2011	Corporation: CALIFORNIA
RECEIVING PARTY DATA			
Name:	W.R. Beteiligungs GmbH		
Street Address:	Feldstrasse 8		
City:	Naila		
State/Country:	GERMANY		
Postal Code:	95119		
Entity Type:	Limited Liability Company: GERMANY		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2401173	EOS	
CORRESPONDENCE DATA			
Fax Number:	6169578196		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	616-949-9610		
Email:	ptomail@priceheneveld.com		
Correspondent Name:	Terry S. Callaghan/Price Heneveld LLP		
Address Line 1:	695 Kenmoor SE, PO Box 2567		
Address Line 4:	Grand Rapids, MICHIGAN 49501		
ATTORNEY DOCKET NUMBER:	CEL004 T300		
DOMESTIC REPRESENTATIVE			
Name:	Terry S. Callaghan/Price Heneveld LLP		
Address Line 1:	695 Kenmoor SE, PO Box 2567		
Address Line 4:	Grand Rapids, MICHIGAN 49501		
NAME OF SUBMITTER:	Terry S. Callaghan		
SIGNATURE:	/Terry S. Callaghan/		
DATE SIGNED:	10/06/2020		
Total Attachments: 4			

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UNITED STATES BANKRUPTCY COURT
MIDDLE DISTRICT OF FLORIDA
ORLANDO DIVISION
www.flmb.uscourts.gov

In re:

Case No. 6:10-bk-05194-KSJ

RED ROCKET INC.,

Chapter 7

Debtor.
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**ORDER GRANTING TRUSTEE'S AMENDED MOTION FOR ORDER (A)
APPROVING FORM OF ASSET PURCHASE AGREEMENT; (B) APPROVING SALE
OF CERTAIN ASSETS; (C) APPROVING BREAK-UP FEE AND (D) GRANTING
RELATED RELIEF**

THIS CASE CAME before the Court for hearing on April 12, 2011 upon the Trustee's Amended Motion for Order (A) Approving Form of Asset Purchase Agreement; (B) Approving Sale of Certain Assets; (C) Approving Break-Up Fee and (D) Granting Related Relief (the "Motion") (Doc. No. 38) and the Court having read and considered the Motion, having read heard the argument and presentation of counsel for the parties present at the hearing, and the Court being otherwise duly advised in the premises, it is

ORDERED:

1. Pursuant to the Motion, the Trustee sought approval of the sale of all of the bankruptcy estate's right, title and interest in and to certain stocks, shares, options or other ownership interest in EOS Power Panama, Inc., Celetronix Power India Prvt., Ltd., Corporation, and EOS Power India Pvt. Ltd., as well as all right, title and interest of the bankruptcy estate to any account receivable owed to it by Celetronix Power India Pvt., Ltd. (the "Assets") to Werner Bischoff, or his assignee (the "Purchaser"), pursuant to the form of Asset Purchase Agreement

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("APA") attached as Exhibit A to the Motion. The proposed purchase price by the Purchaser for the Assets was \$50,000.00, subject to such higher and better bids as the Trustee might obtain from other prospective bidders in accordance with the sale process more fully set forth in the Motion.

2. On April 6, 2011, the Trustee filed with this Court his Notice of Prospective Bidders (Doc. No. 37) for the Assets, identifying Werner Bischoff and Jay Tanden (or their assigns) as the prospective bidders. Both prospective bidders satisfied the other requirements to participate in the Auction (as defined in the Motion).

3. On April 11, 2011, at the offices of the Trustee's counsel, the Trustee conducted the Auction of the Assets. In accordance with the terms of the Motion, the Auction was taken down by a court reporter, and a representative of each of the two prospective purchasers, and their respective counsel, were present, at the Auction. Ultimately, W. R. Beteiligungs GmbH, the assignee of the Purchaser, was the successful bidder at the Auction, with a proposed purchase price of \$115,000.00. The Trustee now seeks approval of the sale of the Assets to the successful bidder at the Auction, W.R. Beteiligungs GmbH, for a purchase price of \$115,000.00.

4. No party in interest has filed an objection to the Motion, the procedure set forth therein, the Auction, or the results of the Auction, either before the objection deadline set forth in the Motion (April 1, 2011), or at or before the hearing on the Motion.

5. Based upon the foregoing, the Court hereby approves and grants the Motion in all respects, approves the results of the Auction, including the sale to the Assets to W.R. Beteiligungs GmbH, in accordance with the terms of the amended APA, as amended to reflect the Auction results.

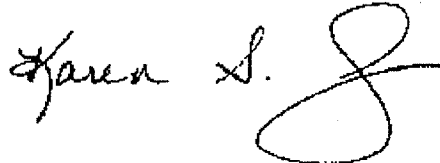
6. The Trustee is hereby authorized, empowered and directed to enter into and to perform its obligations under the APA in accordance therewith or any amendment entered into and to execute and perform such agreements or documents and take such other actions as are necessary or desirable to effectuate the terms of the APA.

7. The Purchaser is not a successor to the Debtor or its estate by reason of any theory of law or equity and the Purchaser shall not assume or in any way be responsible for any liability or obligation of any of the Debtor and/or its affiliates or estate (whether direct or indirect, liquidated or unliquidated, choate or inchoate, or contingent or fixed), except as otherwise expressly provided in the APA. Neither the purchase of the acquired Assets by the Buyer nor the subsequent operation by the Buyer of any business previously operated by the Debtor shall cause the Buyer to be deemed a successor in any respect to the Debtor's business operations within the meaning of any revenue, pension, tax, labor, employment, product liability, consumer protection, environmental or any other state or federal rule or regulation. Except as specifically and expressly provided for in the APA, the Purchaser shall not be liable for any claims against the Debtor or any of its predecessors or affiliates, and the Purchaser shall have no successor or vicarious liabilities of any kind or character, whether known or unknown, now existing or hereafter arising, whether fixed or contingent and however arising.

8. The Court further finds that the sale represented by the Motion and the result of the Auction was an at arms length transaction, and that the W.R. Betelligungs GmbH is a good faith purchaser of the Assets within the meaning of 11 U.S.C. §363(m) of the Bankruptcy Code, and therefore it is entitled to all protections with respect to such a good faith purchaser pursuant to the terms thereof.

9. The Court shall retain jurisdiction in order to enforce the terms of this Order.

DONE AND ORDERED in Orlando, Florida, on May 5, 2011.



KAREN S. JENNEMANN
United States Bankruptcy Judge

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